

SFMTA CONTRACT NO.: CS-156-2  
 Blanket Purchase Order Document No.: BPPT11000109  
 AWP Document No.: DPPT11003113  
 INDEX CODE: 68CPT5441237

CONTRACTOR: Hill International  
 ADDRESS: 303 Lippincott Centre  
 Marlton, NJ 08053

PAYMENT PERIOD: 10/1/2011 TO 11/30/2011

CONTRACT TITLE: Procurement and Implementation of an Agency Capital Program Controls System and Related Support Services  
 Task 2

**CERTIFICATE OF PROGRESS PAYMENT**

CONTRACTOR'S PROGRESS PAYMENT REQUEST WAS RECEIVED BY PROGRAM MANAGER ON: Wednesday, November 30, 2011  
 REQUEST FOR PAYMENT IS HEREBY MADE:

EARNINGS		
Bond	\$54,650.00	
Deliverable - Per Attached	\$444,316.00	
<b>TOTAL PROGRESS EARNINGS TO DATE:</b>		<b>\$498,966.00</b>
DEDUCTIONS		
PREVIOUS PROGRESS PAYMENTS:	\$0.00	
10 % RETENTION:	\$44,431.60	
OTHER DEDUCTIONS:	\$0.00	
<b>TOTAL DEDUCTIONS TO DATE:</b>		<b>\$44,431.60</b>
<b>TOTAL AMOUNT DUE TO CONTRACTOR ON THIS PAYMENT APPLICATION:</b>		<b>\$454,534.40</b>

RECONCILIATION - CURRENT PROGRESS PAYMENT PERIOD		
PROGRESS EARNINGS THIS PERIOD - (PAYMENT APPLICATION ATTACHED):		\$115,836.00
10 % RETENTION:	\$11,583.60	
LESS: OTHER DEDUCTIONS	\$0.00	
<b>TOTAL DEDUCTIONS THIS PERIOD:</b>		<b>\$11,583.60</b>
<b>TOTAL AMOUNT DUE TO CONTRACTOR ON THIS PAYMENT APPLICATION:</b>		<b>\$104,252.40</b>

CONTRACT COST SUMMARY					
AWP Year	AWP Doc No	Index Codes	Authorized Amount	Modifications	Total
2011	DPPT11003113	68CPT5441237	\$ 1,774,864.00		\$ 1,774,864.00
TOTAL			\$ 1,774,864.00	\$ -	\$ 1,774,864.00

Includes Modification #s: none

EARNED PERCENTAGE TO DATE (Authorized Amount): **28.1%**

**SAN FRANCISCO MUNICIPAL TRANSPORTATION AGENCY**

SUBMITTED FOR PAYMENT:

*[Signature]*  
 ANDREW J. HOWARD IV  
 PROGRAM MANAGER  
 DATE: 5 Dec 2011

Payment to be made to the Contractor by:  
**December 15, 2011**

REVIEWED FOR PAYMENT:

MARIO GALLARDO  
 CONTRACT ADMINISTRATION  
 DATE

APPROVED BY:

SHAHNAM FARHANGI  
 ACTING DIRECTOR, CAPITAL PROG. & CONSTRUCT  
 DATE

PROGRESS PAYMENT APPLICATION NO.: **2**

SFMTA CONTRACT NO.: CS-156-2  
 Blanket Purchase Order Document No.: BPPT11000109  
 AWP Document No.: DPPT11003113  
 INDEX CODE: 68CPT5441237

CONTRACTOR: Hill International  
 ADDRESS: 303 Lippincott Centre  
 Marlton, NJ 08053

PAYMENT PERIOD: 10/1/2011 TO 11/30/2011

CONTRACT TITLE: CPCS Project - Task 2

**CERTIFICATE OF PROGRESS PAYMENT**

CONTRACTOR'S PROGRESS PAYMENT REQUEST WAS RECEIVED BY PROGRAM MANAGER ON: Wednesday, November 30, 2011  
 REQUEST FOR PAYMENT IS HEREBY MADE:

EARNINGS	
Bond	\$54,650.00
Deliverable - Per Attached	\$444,316.00
<b>TOTAL PROGRESS EARNINGS TO DATE:</b>	
<b>\$498,966.00</b>	
DEDUCTIONS	
PREVIOUS PROGRESS PAYMENTS:	\$0.00
10% RETENTION	\$44,431.60
OTHER DEDUCTIONS:	\$0.00
<b>TOTAL DEDUCTIONS TO DATE:</b>	
<b>\$44,431.60</b>	
<b>TOTAL AMOUNT DUE TO CONTRACTOR ON THIS PAYMENT APPLICATION:</b>	
<b>\$454,534.40</b>	

RECONCILIATION - CURRENT PROGRESS PAYMENT PERIOD	
PROGRESS EARNINGS THIS PERIOD - (PAYMENT APPLICATION ATTACHED):	\$115,836.00
10% RETENTION	\$11,583.60
LESS: OTHER DEDUCTIONS	\$0.00
<b>TOTAL DEDUCTIONS THIS PERIOD:</b>	
<b>\$11,583.60</b>	
<b>TOTAL AMOUNT DUE TO CONTRACTOR ON THIS PAYMENT APPLICATION:</b>	
<b>\$104,252.40</b>	

**CONTRACT COST SUMMARY**

AWP Year	AWP Doc No	Index Codes	Authorized Amount	Modifications	Total
2011	DPPT11003113	68CPT5441237	\$ 1,774,864.00		\$ 1,774,864.00
TOTAL			\$ 1,774,864.00	\$ -	\$ 1,774,864.00

Includes Modification #s: none

EARNED PERCENTAGE TO DATE: **5.9%**

**SAN FRANCISCO MUNICIPAL TRANSPORTATION AGENCY**

SUBMITTED FOR PAYMENT:

\_\_\_\_\_  
 ANDREW J HOWARD IV DATE  
 PROGRAM MANAGER

REVIEWED FOR PAYMENT:

\_\_\_\_\_  
 MARIO GALLARDO DATE  
 CONTRACT ADMINISTRATION

APPROVED BY:

\_\_\_\_\_  
 SHAHNAM FARHANGI DATE  
 ACTING DIRECTOR, CAPITAL PROG. & CONSTRUCT

Payment to be made to the Contractor by:  
  
**December 15, 2011**

ITEM NO.	DESCRIPTION	UNIT	UNIT PRICE	CONTRACT		PREVIOUS PERIOD		THIS PERIOD		TOTAL TO DATE	
				QUANTITY	AMOUNT	QUANTITY	AMOUNT	QUANTITY	AMOUNT	QUANTITY	AMOUNT
<b>1</b>	<b>START UP PHASE</b>										
STP 1.0	Project Management & Quality Plan (PMQP)	LS	\$83,072.00	1	\$83,072.00	1	\$83,072.00	0	\$0.00	1	\$83,072.00
SPT 2.0	Baseline Resource Loaded Project Schedule	LS	\$23,760.00	1	\$23,760.00	1	\$23,760.00	0	\$0.00	1	\$23,760.00
SPT 3.0	Communications/Organizational Change Management Plan	LS	\$12,480.00	1	\$12,480.00	1	\$12,480.00	0	\$0.00	1	\$12,480.00
STP 4.0	Core Project Team Training Plan	LS	\$32,000.00	1	\$32,000.00	1	\$32,000.00	0	\$0.00	1	\$32,000.00
	<b>SUBTOTAL:</b>		<b>\$151,312.00</b>		<b>\$151,312.00</b>		<b>\$151,312.00</b>		<b>\$0.00</b>		<b>\$151,312.00</b>
<b>2</b>	<b>BUSINESS ANALYSIS PHASE</b>										
BA 5.0	Project Kick-Off	LS	\$7,664.00	1	\$7,664.00	1	\$7,664.00	0	\$0.00	1	\$7,664.00
BA 6.0	Business Process Reengineering (BPR) Recommendations	LS	\$115,836.00	1	\$115,836.00	0	\$0.00	1	\$115,836.00	1	\$115,836.00
BA 7.0	RIDS Analysis	LS	\$139,776.00	1	\$139,776.00	1	\$139,776.00	0	\$0.00	1	\$139,776.00
BA 8.0	Updated Business Requirements & Traceability Matrix	LS	\$5,064.00	1	\$5,064.00	0	\$0.00	0	\$0.00	0	\$0.00
BA 9.0	Core Project Team Training	LS	\$5,800.00	1	\$5,800.00	1	\$5,800.00	0	\$0.00	1	\$5,800.00
BA 10.0	Technical Infrastructure Analysis, Procurement Specifications & Acquisition Support	LS	\$23,928.00	1	\$23,928.00	1	\$23,928.00	0	\$0.00	1	\$23,928.00
BA 11.0	Software & Hardware Installation & Technical Environments Maintenance	LS	\$145,800.00	1	\$145,800.00	0	\$0.00	0	\$0.00	0	\$0.00
	<b>SUBTOTAL:</b>		<b>\$443,868.00</b>		<b>\$443,868.00</b>		<b>\$177,168.00</b>		<b>\$115,836.00</b>		<b>\$293,004.00</b>
<b>3</b>	<b>DESIGN PHASE</b>										
DS 12.0	Fit-Gap Analysis	LS	\$28,152.00	1	\$28,152.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 13.0	Functional & Technical Specifications for Reports	LS	\$19,740.00	1	\$19,740.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 14.0	Functional & Technical Specifications for Interfaces and Systems Integration	LS	\$15,000.00	1	\$15,000.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 15.0	Functional & Technical Specifications for Data Conversion	LS	\$17,400.00	1	\$17,400.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 16.0	Functional Specifications for Security	LS	\$17,400.00	1	\$17,400.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 17.0	Requirements Gap Cost-Benefit Analysis and Customizations Approval	LS	\$31,592.00	1	\$31,592.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 18.0	Final To-Be Functional Design and Business Changes	LS	\$74,800.00	1	\$74,800.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 19.0	Functional and Technical Specifications for Workflow	LS	\$59,440.00	1	\$59,440.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 20.0	Best Practice Organizational Model Recommendations	LS	\$33,000.00	1	\$33,000.00	0	\$0.00	0	\$0.00	0	\$0.00
DS 21.0	Training Assessment Findings & Recommendations	LS	\$33,160.00	1	\$33,160.00	0	\$0.00	0	\$0.00	0	\$0.00
	<b>SUBTOTAL:</b>		<b>\$329,684.00</b>		<b>\$329,684.00</b>		<b>\$0.00</b>		<b>\$0.00</b>		<b>\$0.00</b>
<b>4</b>	<b>DEVELOPMENT PHASE</b>										
DV 22.0	Application/Workflow Configuration & Documentation	LS	\$60,400.00	1	\$60,400.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 23.0	Queries and Reports Development & Documentation	LS	\$61,600.00	1	\$61,600.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 24.0	Interfaces and Integration Development & Documentation	LS	\$111,600.00	1	\$111,600.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 25.0	Data Conversion Implementation & Reconciliation Proof Documentation	LS	\$175,120.00	1	\$175,120.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 26.0	Security Implementation & Documentation	LS	\$30,080.00	1	\$30,080.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 27.0	Proposer Unit & Functional Testing Results Documentation	LS	\$51,120.00	1	\$51,120.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 28.0	Requirement Traceability Validation	LS	\$39,144.00	1	\$39,144.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 29.0	Validation (Testing) Phase Plan	LS	\$67,560.00	1	\$67,560.00	0	\$0.00	0	\$0.00	0	\$0.00
DV 30.0	Training Materials Development	LS	\$268,000.00	1	\$268,000.00	0	\$0.00	0	\$0.00	0	\$0.00
	<b>SUBTOTAL:</b>		<b>\$864,624.00</b>		<b>\$864,624.00</b>		<b>\$0.00</b>		<b>\$0.00</b>		<b>\$0.00</b>
<b>5</b>	<b>VALIDATION PHASE</b>										
VL 31.0	Deliver UAT Orientation/Training	LS	\$48,920.00	1	\$48,920.00	0	\$0.00	0	\$0.00	0	\$0.00
VL 32.0	Implementation UAT Testing & Formal Signoff of Functional Testing	LS	\$145,000.00	1	\$145,000.00	0	\$0.00	0	\$0.00	0	\$0.00
VL 33.0	Implementation Performance Testing & Acceptance	LS	\$33,200.00	1	\$33,200.00	0	\$0.00	0	\$0.00	0	\$0.00
VL 34.0	IT Operations Procedures & Training	LS	\$23,456.00	1	\$23,456.00	0	\$0.00	0	\$0.00	0	\$0.00
VL 35.0	Final Training Materials	LS	\$14,600.00	1	\$14,600.00	0	\$0.00	0	\$0.00	0	\$0.00
	<b>SUBTOTAL:</b>		<b>\$265,176.00</b>		<b>\$265,176.00</b>		<b>\$0.00</b>		<b>\$0.00</b>		<b>\$0.00</b>
<b>6</b>	<b>DEPLOYMENT PHASE</b>										
DP 36.0	Deliver Formal End User Training	LS	\$42,920.00	1	\$42,920.00	0	\$0.00	0	\$0.00	0	\$0.00



APPLICATION FOR PROGRESS PAYMENT  
Hill International  
Address

Application No.  
Period Ending  
Date Submitted

2  
11/30/11  
11/30/11

ITEM NO.	DESCRIPTION	UNIT	UNIT PRICE	CONTRACT		PREVIOUS PERIOD		THIS PERIOD		TOTAL TO DATE	
				QUANTITY	AMOUNT	QUANTITY	AMOUNT	QUANTITY	AMOUNT	QUANTITY	AMOUNT
DP 37.0	Go Live Help Desk and Field Support Operational and Logistics Plan	LS	\$75,000.00	1	\$75,000.00	0	\$0.00	0	\$0.00	0	\$0.00
DP 38.0	Cut Over Plan and Go Live Communications	LS	\$21,736.00	1	\$21,736.00	0	\$0.00	0	\$0.00	0	\$0.00
DP 39.0	Go Live Readiness Checklist Assessment	LS	\$10,104.00	1	\$10,104.00	0	\$0.00	0	\$0.00	0	\$0.00
DP 40.0	Post Production Support Plan	LS	\$27,000.00	1	\$27,000.00	0	\$0.00	0	\$0.00	0	\$0.00
DP 41.0	Implement Cut-over ( Go Live )	LS	\$11,200.00	1	\$11,200.00	0	\$0.00	0	\$0.00	0	\$0.00
DP 42.0	Post Production Issues Management & Resolution	LS	\$247,200.00	1	\$247,200.00	0	\$0.00	0	\$0.00	0	\$0.00
DP 43.0	Final System Acceptance	LS	\$9,888.00	1	\$9,888.00	0	\$0.00	0	\$0.00	0	\$0.00
	SUBTOTAL:		\$445,048.00		\$445,048.00		\$0.00		\$0.00		\$0.00
	DPPT11003113 TO # 2 2011		\$2,499,712.00		\$2,499,712.00		\$328,480.00		\$115,836.00		\$444,316.00
7	<b>Additional Proposed Items</b>										
	Willis PL Insurance Bond	LS	\$54,650.00	1	\$54,650.00	1	\$54,650.00	0	\$0.00	1	\$54,650.00
	Stellar Bond	LS	\$50,408.00	1	\$50,408.00	0	\$0.00	0	\$0.00	0	\$0.00
	Procurement of Software	LS	\$700,534.00	1	\$700,534.00	0	\$0.00	0	\$0.00	0	\$0.00
	Year 1 Software Support & Maintenance	LS	\$118,854.00	1	\$118,854.00	0	\$0.00	0	\$0.00	0	\$0.00
	Ectra Software Allowance	LS	\$230,612.00	1	\$230,612.00	0	\$0.00	0	\$0.00	0	\$0.00
	Allowance for Software Customization	LS	\$480,000.00	1	\$480,000.00	0	\$0.00	0	\$0.00	0	\$0.00
	Allowance for Supplemental Work	LS	\$1,022,000.00	1	\$1,022,000.00	0	\$0.00	0	\$0.00	0	\$0.00
	SUBTOTAL:		\$2,657,058.00		\$2,657,058.00		\$54,650.00		\$0.00		\$54,650.00
CM	<b>CONTRACT MODIFICATIONS</b>										
	SUBTOTAL:										
	TOTAL:		\$5,156,770.00		\$5,156,770.00		\$383,130.00		\$115,836.00		\$498,966.00

INSURANCE STATUS (EXPIRATION DATES SHOWN): GL (04/2012), AUTO (04/2012), WORKER COMPT (04/2012)

I certify that all subcontractors and suppliers who, whether directly to the Contractor or through intermediate subcontractors, performed work or supplied materials or equipment, payment for which was included in the previous progress payment received, have been paid all amounts due for all the work, materials, and equipment for which the Agency has so paid this Contractor

Contractor: Hill International, Inc.

\_\_\_\_\_  
Jim Palmer, Project Manager

## CS-156 CPCS Task 2 Deliverable Signoff/Approval Sheet

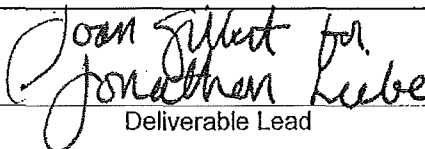
Deliverable ID: <input style="width: 150px;" type="text" value="6.0-BA6.0-CS156"/>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">Version</th> <th style="width: 25%;">Submitted</th> <th style="width: 60%;">Comments</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td style="text-align: center;">28-Sep-11</td> <td></td> </tr> <tr> <td style="text-align: center;">2</td> <td style="text-align: center;">27-Oct-11</td> <td></td> </tr> <tr> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	Version	Submitted	Comments	1	28-Sep-11		2	27-Oct-11							
Version	Submitted	Comments														
1	28-Sep-11															
2	27-Oct-11															
Deliverable Name: <input style="width: 300px;" type="text" value="Business Process Reengineering (BPR) Recommendations"/>																
Deliverable Type: <input checked="" type="checkbox"/> Functional <input type="checkbox"/> Technical <input checked="" type="checkbox"/> Organizational <i>(Check all that apply)</i>																

**Purpose:**

Original Deliverable Cost:

Current Deliverable Cost:

Submitter's Comments:

Hill Team Signoff:  Deliverable Lead	James W Palmer Implementation Manager	Digitally signed by James W Palmer DN: cn=James W Palmer, o=Hill International, ou=PM America's, email=jimpalmer@hillintl.com, c=US Date: 2011.10.27 16:05:12 -0700
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SFMTA Approval: Lucien Burgert Functional Lead  Technical Lead  Organizational Readiness Lead	Robert Blair Implementation Manager  Andrew Howard Program Manager	Digitally signed by Lucien Burgert DN: cn=Lucien Burgert, c=US, o=SFMTA, email=luccien.burgert@sfmta.com Reason: I am approving this document Date: 2011.11.03 14:53:02 -0700
Digitally signed by Robert Blair DN: cn=Robert Blair, o, ou, email=clarke.blair@sfmta.com, c=US Date: 2011.11.03 14:47:36 -0700		
Digitally signed by Andrew Howard DN: cn=Andrew Howard, o=SFMTA, ou=Program Mgmt & Project Controls, email=drew.howard@sfmta.com, c=US Date: 2011.11.03 16:11:28 -0700		
Pay Deliverable (100%): <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
Comments: <input style="width: 600px; height: 80px;" type="text"/>		

## CS-156 CPCS Task 2 Deliverable Signoff/Approval Sheet

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**Deliverable Scope:** The BPR document must outline BPR analysis and recommendations, which must be organized by process area. Each BPR recommendation must be backed up by analysis of various BPR concepts and ideas. The document must clearly present the analysis on why certain concepts were dropped and how the final BPR recommendation was drawn up. The Analysis must also identify and document potential changes and impacts on currently enforced policies, thresholds, organizational structure, including job roles and responsibilities.